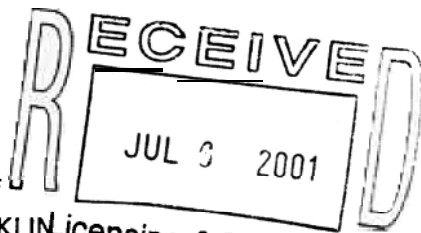


LAW OFFICES OF
WILLIAM J. FRANKLIN
CHARTERED



Licensing & Technical
Analysis Branch
(202) 434-8770
(202) 783-0458

1200 G STREET, N.W.
SUITE 800
WASHINGTON, D.C. 20005-3814

INTERNET
WFranklin@erols.com

July 2, 2001

Wireless Telecommunications Bureau
Federal Communications Commission
1270 Fairfield Road
Gettysburg, PA 17325-7245

Via Federal Express

Re: SMR Systems, Inc.
Auction No. 39 (VHF Public Coast)
File Nos. 0000506566 & 0000506598
FCC Form 602 Submission

Dear Sir/Madam:

Transmitted herewith on behalf of SMR Systems, Inc. ("SSI" is SSI's FCC Form 602, submitted in support of its FCC Form 601 applications (file nos. 0000506566 and 0000506598) filed as a result of Auction No. 39 (VHF Public Coast).

Although executed on the filing deadline Friday, June 29, coordination issues prevented the filing of the Form 602 until today. Thus, SSI requests a two-day waiver of the rules to permit acceptance of the Form 602 at this time. As an existing Commission licensee, SSI's legal qualifications are a matter of public record. Thus, acceptance of the Form 602 will serve the public interest.

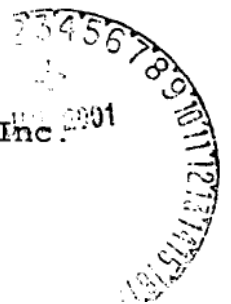
Also enclosed is a copy of this letter and a stamped, self-addressed envelope. Please date-stamp this copy and return it to us using the enclosed envelope.

If you have any questions with respect to this matter, please contact this law firm.


Respectfully submitted,

William J. Franklin
William J. Franklin
Attorney for SMR Systems, Inc.

Encl.
cc: SMR Systems, Inc.



Applicant/Licensee Information

| | | | |
|---|-----|---|---------|
| 1) First Name (if Individual) | MI: | Last Name: | Suffix: |
| 2) Applicant Name (if entity): SMR Systems, Inc. | | 3) Applicant TIN  | |

Related FCC Regulated Businesses of Applicant/Licensee

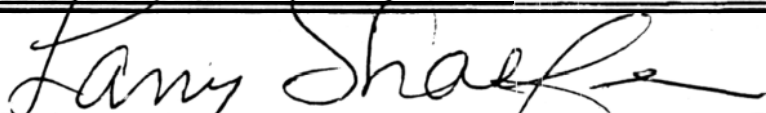
| W Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary). | 4b) Principal Business: | 4c) TIN: | 4d) Percent of Interest Held: |
|--|----------------------------|-------------|----------------------------------|
| None | | | |
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Signature

5) Typed or Printed Name of Party Authorized to Sign

| | | | |
|-------------------|-----|------------------------|---------|
| FM Name: Larry | MI: | Last Name: Shaef er | Suffix: |
|-------------------|-----|------------------------|---------|

| |
|---------------------|
| Title: President |
|---------------------|

| | |
|--|------------------------|
| Signature:  | Date: June 29, 2001 |
|--|------------------------|

Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).



Schedule for Disclosable interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all **disclosable** interest holders)

| | | | |
|---|--|--|---------|
| 1) Disclosable Interest Holder's First Name (if individual): Larry | MI: | Last Name: Shaefer | Suffix: |
| 2) Disclosable Interest Holder's Name (if entity): | | 3) Disclosable Interest Holder's TIN: | |
| 4) Disclosable Interest Holder's Address: 4212 Mt. Vernon Street, Houston, TX 77006 | | | |
| 5) Type of Interest in Applicant () (refer to instructions for list) D O R | 6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): I | 7) Percent of Interest Held in Applicant: 60% | |
| 8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C | | 9) Disclosable Interest Holder's Country of Citizenship: U.S. | |
| 10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): n/a | | | |

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

| IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary): | IIb) Principal business: | IIc) TIN: | 11d) Percent of Interest Held: |
|---|-----------------------------|--------------|--------------------------------------|
| FastAds, Inc. (same address as item 4) | wireless licensee | | 51% |
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Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)


| | | | |
|---|--|--|-----------------|
| 1) Disclosable Interest Holder's First Name (if individual): Judy | MI: | Last Name: Shaefer | suffix: |
| 2) Disclosable Interest Holder's Name (if entity): | | 3) Disclosable Interest Holder's TIN: | |
| 4) Disclosable Interest Holder's Address: 4212 Mt. Vernon Street, Houston, TX 77006 | | | |
| 5) Type of Interest in Applicant () (refer to instructions for list) D O R | 6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): I | 7) Percent of Interest Held in Applicant: 10% | |
| 6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C | | 9) Disclosable Interest Holder's Country of Citizenship: U.S. | |
| 10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): n/a | | | |

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

| 11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary): | 11b) Principal Business: | 11c) TIN: | 11d) Percent of Interest Held: |
|---|-----------------------------|--------------|-----------------------------------|
| FastAds, Inc. (same address as Item 4) | wireless licensee | | 49% |
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Schedule for Disclosable Interest Holders

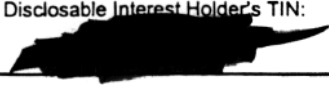
Disclosable Interest Holder information (complete as many as required to describe all disclosable interest holders)

| | | | |
|---|--|--|---------|
| 1) Disclosable Interest Holder's First Name (if individual): Robin | MI: S | Last Name: Miller | Suffix: |
| 2) Disclosable Interest Holder's Name (if entity): | | 3) Disclosable Interest Holder's TIN:  | |
| 4) Disclosable Interest Holder's Address: 4212 Mt. Vernon Street, Houston, TX 77006 | | | |
| 5) Type of Interest in Applicant () (refer to instructions for list) D | 6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): I | 7) Percent of Interest Held in Applicant: 15% | |
| 8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C | | 9) Disclosable Interest Holders Country of Citizenship: U.S. | |
| 10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): n/a | | | |

Related FCC Regulated Businesses at Disclosable Interest Holders (repeat for each interest holder identified)

| 11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary): | 11b) Principal Business: | 11c) TIN: | 11d) Percent of Interest Held: |
|---|-----------------------------|--------------|-----------------------------------|
| none | | | |
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Disclosable Interest Holder information (complete as many as required to describe all disclosable interest holders)

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|---|--|--|---------|
| 1) Disclosable Interest Holder's First Name (if individual): Toni | MI: M | Last Name: Shaefer | Suffix: |
| 2) Disclosable Interest Holders Name (if entity): | | 3) Disclosable Interest Holder's TIN:  | |
| 4) Disclosable Interest Holder's Address: 4212 Mt. Vernon Street, Houston, TX 77006 | | | |
| 5) Type of Interest in Applicant () (refer to Instructions for list) D | 6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): I | 7) Percent of Interest Held in Applicant: 15% | |
| 8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C | | 9) Disclosable Interest Holders Country of Citizenship: U.S. | |
| 10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): n/a | | | |

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

| 11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary): | 11b) Principal Business: | 11c) TIN: | 11d) Percent of Interest Held: |
|---|-----------------------------|--------------|--------------------------------------|
| none | | | |
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Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

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|---|--|---|---------|
| 1) Disclosable Interest Holder's First Name (if individual): | MI: | Last Name: | suffix: |
| 2) Disclosable Interest Holder's Name (if entity): SM&M, LLC | | 3) Disclosable Interest Holder's TIN: | |
| 4) Disclosable Interest Holder's Address: 4212 Mt. Vernon Street, Houston, TX 77006 | | | |
| 5) Type of Interest in Applicant () (refer to Instructions for list) 0 - affiliate | 6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): M | 7) Percent of Interest Held in Applicant: none | |
| 8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 - part commonly owned | | 9) Disclosable Interest Holders Country of Citizenship: U.S. | |
| 10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Toni Shaefer, applicant | | | |

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified!)

| 11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary): | 11b) Principal Business: | 11c) TIN: | 11d) Percent of Interest Held: |
|---|-----------------------------|--------------|--------------------------------------|
| none | | | |
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Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

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|---|--|---|---------|
| 1) Disclosable Interest Holder's First Name (if individual): | MI: | Last Name: | Suffix: |
| 2) Disclosable Interest Holder's Name (if entity): FastAds, Inc. | | 3) Disclosable Interest Holder's TIN: | |
| 4) Disclosable Interest Holder's Address: 4212 Mt. Vernon Street, Houston, TX 77006 | | | |
| 5) Type of Interest in Applicant () (refer to Instructions for list) 0 - affiliate | 6) Disclosable Interest Holder is a(n): () (refer to Instructions for list of codes): C | 7) Percent of Interest Held in Applicant: none | |
| 6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 - commonly-owned | | 9) Disclosable Interest Holders Country of Citizenship: U.S. | |
| 10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Larry & Judy Shaefer, applicant | | | |

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

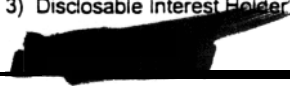
| 11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary): | 11b) Principal Business: | 11c) TIN: | 11d) Percent of Interest Held: |
|---|-----------------------------|--------------|--------------------------------------|
| none | | | |
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FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Approved by OMB
3060 -0799
See instructions for
public burden estimate

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

| | | | |
|--|--|--|---------|
| 1) Disclosable Interest Holder's First Name (if individual): | MI: | Last Name: | Suffix: |
| 2) Disclosable Interest Holders Name (if entity): Communications, Inc. | | 3) Disclosable Interest Holder's TIN:  | |
| 4) Disclosable Interest Holder's Address: 4212 Mt. Vernon Street, Houston, TX 77006 | | | |
| 5) Type of Interest in Applicant () (refer to Instructions for list) O - Affiliate | 6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): C | 7) Percent of Interest Held in Applicant none | |
| 8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): O - commonly-owned | | 9) Disclosable Interest Holder's Country of Citizenship: U.S. | |
| 10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Larry Shaefer, applicant | | | |

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

| 11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary): | 11b) Principal Business: | 11c) TIN: | 11d) Percent of Interest Held: |
|---|-----------------------------|--------------|--------------------------------------|
| none | | | |
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FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB
3060 -0799
see instructions for
public burden estimate

Disclosable Interest Holder information (complete as many as required to describe all disclosable interest holders)

| | | | |
|---|---|--|---|
| 1) Disclosable interest Holder's First Name (if individual): | MI: | Last Name: | suffix: |
| 2) Disclosable Interest Holder's Name (if entity): Shaefer Family Trust | | 3) Disclosable Interest Holder's TIN: | |
| 4) Disclosable Interest Holder's Address: 4212 Mt. Vernon Street, Houston, TX 77006 | | | |
| 5) Type of Interest in Applicant () (refer to Instructions for list) O - affiliate | 6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): 0 -- trust | | 7) Percent of Interest Held in Applicant: none |
| 8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 - commonly-owned | | 9) Disclosable Interest Holder's Country of Citizenship: U.S. | |
| 10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Larry & Judy Shaefer, applicant | | | |

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

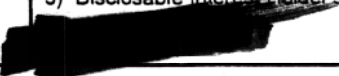
| IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary): | IIb) Principal Business: | IIc) TIN: | IId) Percent of Interest Held: |
|---|-----------------------------|--------------|--------------------------------------|
| NONE | | | |
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FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Approved by OMB
3060 -0799
See instructions for
public burden estimate

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as **required** to describe all disclosable interest holders)

| | | | |
|---|--|---|---------|
| 1) Disclosable Interest Holder's First Name (if individual): | MI: | Last Name: | Suffix: |
| 2) Disclosable Interest Holder's Name (if entity): Wireless Properties, Inc. | | 3) Disclosable Interest Holder's TIN:  | |
| 4) Disclosable interest Holder's Address: 4212 Mt. Vernon Street, Houston, TX 77006 | | | |
| 5) Type of Interest in Applicant () (refer to instructions for list) O - affiliate | 6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): C | 7) Percent of Interest Held in Applicant none | |
| 8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): O - commonly-owned/indirect | | 9) Disclosable Interest Holder's Country of Citizenship: U.S. | |
| 10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Shaefer Family Trust, Larry & Judy Shaefer, applicant | | | |

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

| Ila) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary): | Iib) Pnnapal Business: | Iic) TIN: | IId) Percent of Interest Held: |
|---|---------------------------|--------------|--------------------------------------|
| none | | | |
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FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB
3060-0799
See instructions for
public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

| | | | | |
|--|--|--|------------|---|
| 1) Disclosable Interest Holder's First Name (if individual): | | MI: | Last Name: | suffix: |
| | | | | |
| 2) Disclosable Interest Holder's Name (if entity): Communications Surplus | | 3) Disclosable Interest Holder's TIN: [REDACTED] | | |
| 4) Disclosable Interest Holder's Address: 4212 Mt. Vernon Street, Houston, TX 77006 | | | | |
| 5) Type of Interest in Applicant () (refer to instructions for list) <input type="radio"/> - affiliate | | 6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): <input type="radio"/> - sole proprietorship | | 7) Percent of Interest Held in Applicant: none |
| 8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <input type="radio"/> - commonly owned | | 9) Disclosable Interest Holder's Country of Citizenship: U.S. | | |
| 10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Larry Shaefer, applicant | | | | |

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

| IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary): | IIb) Principal Business: | IIc) TIN: | IId) Percent of Interest Held: |
|---|-----------------------------|--------------|--------------------------------------|
| none | | | |
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FCC Ownership Disclosure Information for the
Wireless Telecommunications Services
Schedule for Disclosable Interest Holders



Disclosable Interest Holder Information (complete as many as needed to describe all disclosable interest holders)

| | | |
|--|--|---|
| 1) Disclosable Interest Holder's First Name (if individual): | | |
| 2) Disclosable Interest Holders Name (if entity): Store Liquidators | | 3) Disclosable Interest Holder's TIN: [REDACTED] |
| 4) Disclosable Interest Holders Address: 4212 Mt. Vernon Street, Houston, TX 77006 | | |
| 5) Type of Interest in Applicant () (refer to Instructions for list) <input type="radio"/> - affiliate | 6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): <input type="radio"/> - sole proprietorship | 7) Percent of Interest Held in Applicant: none |
| 8) Disclosable Interest Holder Type of Ownership (refer to instructions for list): <input type="radio"/> - commonly-owned | 9) Disclosable Interest Holder's Country of Citizenship: U.S. | |
| 10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from Indirect owner to the applicant): Larry Shaefer, applicant | | |

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

| IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary): | IIb) Principal Business: | IIc) TIN: | IId) Percent of Interest Held: |
|---|-----------------------------|--------------|-----------------------------------|
| none | | | |
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